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MEMO ENDORSED

March 24, 2023

VIA ECF

The Honorable Lewis A. Kaplan  
United States District Judge  
Daniel Patrick Moynihan  
United States Courthouse  
500 Pearl Street  
New York, New York 10007

Re: *Telecom Business Solution, LLC, et al. v. Terra Towers Corp., et al.*,  
Case No. 1:22-cv-01761-LAK

Dear Judge Kaplan:

We represent Respondents/Cross-Petitioners Terra Towers Corp., TBS Management S.A., and DT Holdings, Inc. ("Respondents"). Pursuant to Federal Rule of Civil Procedure 5.2(d), Respondents respectfully seek leave to file under seal:

- (1) Respondents' Cross-Petition to Vacate the Third Partial Final Award,
- (2) Respondents' Memorandum of Law in Opposition to Petition to Confirm and in Support of Cross-Petition to Vacate the Third Partial Final Award, and
- (3) Declaration of Michael B. Smith and its exhibits.

The Arbitration out of which this proceeding arises is governed by a procedural order that requires the parties to:

treat the details of the Arbitration as private and confidential, except to the extent necessary to comply with mandatory applicable laws, including regulatory obligations, court orders, or orders of a regulatory or an administrative body, or to comply with obligations to insurers, auditors, accountants, or investors. In such cases, the disclosure shall not extend

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beyond what is legally required and any non-governmental recipients shall commit to maintain the information in confidence.<sup>1</sup>

This order is consistent with the confidentiality provisions of the parties' underlying Shareholders Agreement, under which each party agreed not to disclose any confidential information disclosed to it by another shareholder or the Company, subject to limited exceptions.<sup>2</sup> The documents listed above contain information covered by the confidentiality order and the Shareholders Agreement.

Respondents will confer with Petitioners concerning possible redactions of these materials. In the meantime, for the reasons discussed above, Respondents respectfully request leave to file under seal their Cross-Petition to Vacate the Third Partial Final Award and supporting documents.

Respectfully submitted,

/s/ Michael B. Smith

Michael B. Smith

cc: all Counsel of Record (via ECF)

*Granted*  
\_\_\_\_\_  
SO ORDERED  
\_\_\_\_\_  
*LEWIS A. KAPLAN, USDJ*  
\_\_\_\_\_  
*3/26/23*

<sup>1</sup> Procedural Order No. 2, ¶ 22 (ECF No. 6-1).

<sup>2</sup> See ECF No. 9-1 § 6.03.